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ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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OFFICES IN
WASHINGTON, D. C.
NEW YORK
NEW JERSEY

July 11, 1989

HAND DELIVERED

9-194A030

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

RECORDATION #3

FILED 1435

JUL 13 1989 - 1 25 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) are two (2) copies of the Full Termination and Release of Security Interests and Liens dated July 3, 1989, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed documents are:

Secured Party: Meridian Bank
Five Penn Central Plaza
Philadelphia, Pennsylvania 10103

Debtor: Radnor Associates, Ltd.
Two Radnor Corporate Center
100 Matsonford Road
Radnor, Pennsylvania 19087

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

Also enclosed is our check in the amount of \$13.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a filed-stamped copy of the enclosed document to Patrick K. Cameron, Esq., Ober, Kaler, Grimes & Shriver, 1600 Maryland National Bank Building, 10 Light Street, Baltimore, Maryland 21202.

JUL 13 1 25 PM '89
NOTICE OF RECORDATION

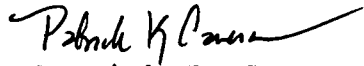
Patrick K. Cameron
Patrick K. Cameron

Ms. Noreta R. McGee
July 11, 1989
Page Two

A short summary of the enclosed primary document to appear
in the Commission's Index is:

Full Termination and Release of Security Interests
and Liens dated July 3, 1989, executed by Meridian
Bank, Secured Party, covering 97 tri-level auto racks.

Very truly yours,



Patrick K. Cameron

PKC/pml
Enclosures

SCHEDULE A

97 fully enclosed tri-level auto racks presently on lease to the Soo Line Railroad Company comprised of:

Models AB15153G including Whitehead & Kales radial end doors, 60-Ratchet Lo Ty's (A-234-786), 60-Idler Assemblies (A-234-760) and 60-Chain Assemblies (C-231-465).

Specifications ASK 6580 including Whitehead & Kales radial end doors, 60-Ratchet Lo Ty's (A-234-786), 60-Idler Assemblies (A-234-760) and 60-Chain Assemblies (C-231-465).

The serial numbers for the 97 tri-level auto racks are as follows:

<u>Serial No.</u>	<u>Serial No.</u>	<u>Serial No.</u>	<u>Serial No.</u>
58733-34	58825-26		
58731-32	58829-30	58765-66	58877-78
58725-26	58827-28	58755-56	58875-76
58717-18	58819-20	58775-76	58865-66
58719-20	58813-14	58769-70	58873-74
58721-22	58811-12	58771-72	58887-88
58723-24	58821-22	58773-74	58895-96
58709-10	58817-18	58781-82	58891-92
58711-12	58823-24	58783-84	58889-90
58715-16	58835-36	58791-92	58885-86
58741-42	58837-38	58789-90	58893-94
58743-44	58831-32	58787-88	58871-72
58735-36	58833-34	58779-80	58867-68
58729-30	58841-42	58777-78	58869-70
58727-28	58839-40	58795-96	58879-80
58745-46	58847-48	58797-98	58881-82
58739-40	58843-44	58799-800	58901-02
58737-38	58845-46	58793-94	58899-900
58751-52	58853-54	58801-02	58897-98
58749-50	58861-62	58815-16	58903-04
58759-60	58859-60	58809-10	58905-06
58753-54	58855-56	58805-06	58907-08
58757-58	58863-64	58807-08	58747-48
58761-62	58849-50	58803-04	
58767-68	58851-52		
58763-64	58857-58		

Interstate Commerce Commission
Washington, D.C. 20423

7/13/89

OFFICE OF THE SECRETARY

Patrick K. Cameron
Ober, Kaler, Grimes & Shriver
1600 Maryland Bank Building
10 Light Street
Baltimore, MD. 21202

Dear: Sir:


The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/13/89, at 1:25pm, and assigned recordation number(s). 15817-A

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)



JUL 13 1989 - 1 25 PM

FULL TERMINATION AND RELEASE
OF SECURITY INTERESTS AND LIENS INTERSTATE COMMERCE COMMISSION

The undersigned, Meridian Bank, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby terminates, releases and discharges any and all rights, security interests, liens and other interests of Meridian Bank in, to and under the Security Agreement, dated September 8, 1988, executed by Radnor Associates, Ltd., as debtor, and Meridian Bank, as secured party, recorded with the Interstate Commerce Commission on September 14, 1988 at 2:50 p.m. Eastern Daylight Saving Time, under Recordation Number 15817 (the "Security Agreement"), and in all "Collateral" under and as defined in the Security Agreement, including but not limited to, all of Radnor Associates, Ltd.'s right, title and interest in and to 97 tri-level auto racks (purchased from Equilease Corporation), any lease thereof, and all "Accounts" (as defined in the Security Agreement) relating thereto, and all proceeds and products of the foregoing; and hereby terminates the Security Agreement.

Executed as of this 3rd day of July, 1989.

MERIDIAN BANK

By: John H. Van Dusen
Name: John H. Van Dusen
Title: SVP

STATE OF PENNSYLVANIA)
) ss.
COUNTY OF PHILADELPHIA)

On this 3rd day of July, 1989, before me personally appeared John H. Van Dusen, to me personally known, who being by me duly sworn, says that (s)he is the SR. VICE PRESIDENT of Meridian Bank, a BANKING CORPORATION, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

WITNESS my hand and official seal.

(SEAL)

Susan C. McClafferty
Notary Public in and for said
County of Philadelphia, State
of Pennsylvania

My commission expires: _____, 19__

NOTARIAL SEAL
SUSAN C. McCLAFFERTY, Notary Public
City of Philadelphia, Phila. County
My Commission Expires Nov. 20, 1989